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MAR 3 1982

NON-STOCK

NON-PROFIT

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION
of
The Committee to Restore Carbondale City Hall, Inc.

FIRST: The name of this corporation is The Committee to Restore Carbondale City Hall, Inc.

SECOND: Its registered office in the State of Delaware is to be located at 1300 Market Street in the City of Wilmington, County of New Castle. The registered agent in charge thereof is The Company Corporation at same address.

THIRD: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to do any or all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the general Corporation Law of Delaware.

Said corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). Above named corporation is a non stock non profit corporation.

FOURTH: The corporation shall not have any capital stock and the conditions of membership shall be stated in By-Laws.

FIFTH: The name and mailing address of the incorporator is as follows:

Regina Cephas 725 Market St., Wilmington, DE 19801

SIXTH: The powers of the incorporator are to terminate upon filing of the certificate of incorporation, and the name(s) and mailing address(es) of the persons who are to serve as director(s) until their successors are elected are as follows:

1. David J. Baum, 58 Wayne Street, Carbondale, PA 18407.
2. John P. Brennan, 11 South Church Street, Carbondale, PA 18407.
3. Thomas F. Brennan, 55 Lincoln Avenue, Carbondale, PA 18407.
4. James Brownell, 117 Spring Street, Carbondale, PA 18407.
5. John V. Buberniak, 46 Canaan Street, Carbondale, PA 18407.
6. Joseph Burrell, 24 Tuttle Street, Simpson, PA 18407.
7. Jean Colville, Hendrick Lane, Carbondale, PA 18407.
8. Mary Louise Dearie, 11 South Church Street, Carbondale, PA 18407.
9. Nan Loftus, 77 Lincoln Avenue, Carbondale, PA 18407.
10. Robert G. Lewis, Jr., 174 Washington Street, Carbondale, PA 18407.
11. Joseph Pascoe, 36 Hospital Street, Carbondale, PA 18407.
12. S. Robert Powell, Post Office Box 161, Carbondale, PA 18407.
13. Rev. Claude A. Pullis, 33 Lincoln Avenue, Carbondale, PA 18407.
14. Robert J. Tomaine, 341 Washington Avenue, Jermyn, PA 18433.

SEVENTH: The activities and affairs of the corporation shall be managed by a board of directors. The number of directors which shall constitute the whole board shall be such as from time to time shall be fixed by, or in the manner provided in, the By-Laws, but in no case shall the number be less than one. The directors need not be members of the corporation unless so required by the By-Laws. The board of directors shall be elected by the members at the annual meeting of the corporation to be held on such date as the By-Laws may provide, and shall hold office until their successors are respectively elected and qualified. The By-Laws shall specify the number of directors necessary to constitute a quorum. The board of directors may, by resolution or resolutions, passed by a majority of the whole board, designate one or more committees which, to the extent provided in said resolution or resolutions or in the By-Laws of the corporation, shall have and may exercise all the powers of the board of directors in the management of the activities and affairs of the corporation and may have power to authorize the seal of the corporation to be